

KIRKLAND & ELLIS

A PARTNERSHIP INCLUDING PROFESSIONAL CORPORATIONS

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September 24, 1991

Mr. Peter Felitti
U.S. EPA
230 South Dearborn Street
Mail Code 5-CS-TUB-4
Chicago, IL 60603**Re: Great Lakes Asphalt Superfund Site
Zionsville, Indiana**

Dear Mr. Felitti:

On behalf of Valhi, Inc. (for Impex), this will respond to your September 4, 1991 correspondence in the captioned matter. Please be advised that Valhi, Inc. (for Impex) is interested in discussing further the prospect of a *de minimis* settlement at the above site. Please transmit to us a copy of the *de minimis* settlement order when it becomes available. We, of course, reserve the right to suggest changes to the *de minimis* settlement order, and respond to any particular settlement offer as appropriate.

We trust that this indication of interest by Valhi, Inc. (for Impex) will lead to future settlement discussions in this matter. This response, however, should not be construed as an admission, nor should it be construed as a waiver of any rights, defenses, claims or causes of action. Valhi, Inc. (for Impex) thus reserves all rights, defenses, claims and causes of action which may now or hereafter be available to it in this matter. Should you have any questions, please do not hesitate to call me.

Sincerely,


Steven A. Smith

SAS:jdc